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LOBBYING REGISTRATION 07 DEC 14 PM 12:30

Lobbying Disclosure Act of 1995 (Section 4)

Check One: New Registrant New Client for Existing Registrant Amendment

1. Effective Date of Registration 09,

2. House Identification 30720

Senate Identification 33682

REGISTRANT Organization Individual

3. Registrant Organization ROPES & GRAY LLP

Address ONE METRO CENTER Address2 700 12TH STREET, NORTHWEST SUI

City WASHINGTON State DC Zip 20005 - 3948 Co

4. Principal place of business (if different than line 3)

City _____ State _____ Zip _____ - _____ Co

5. Contact name and telephone number International Number

Contact Mr. STEVEN M. ROSENTHAL Telephone (202) 508-4652 E-mail Steven.Rosenthal@RopesGra;

6. General description of registrant's business or activities

CLIENT *A Lobbying Firm is required to file a separate registration for each client. Organizations employing in-house lobbyists should be labeled "Self" and proceed to line 10.* Self

7. Client name VANGUARD GROUP INC.

Address 400 DEVON PARK DRIVE

City WAYNE State PA Zip 19087 - Co

8. Principal place of business (if different than line 7)

City _____ State _____ Zip _____ - _____ Co

9. General description of client's business or activities

LOBBYISTS

10. Name of each individual who has acted or is expected to act as a lobbyist for the client identified on line 7. If any person in this section has served as a "covered executive branch official" or "covered legislative branch official" within two years of becoming a lobbyist for the client, *state the executive and/or legislative position(s) in which the person served.*

Name			Covered Official Position (if applicable)
First	Last	Suffix	
STEVEN	ROSENTHAL		

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LOBBYING ISSUES

11. General lobbying issue areas. Select all applicable codes listed in instructions and on the reverse side of Form LD-1,

TAX

12. Specific lobbying issues (current and anticipated)

Legislation for new financial products

AFFILIATED ORGANIZATIONS

13. Is there an entity other than the client that contributes more than \$10,000 to the lobbying activities of the registrant in a semiannual period and in whole or in major part plans supervises or controls the registrant's lobbying activities?

No --> Go to line 14.

Yes --> Complete the rest of this section for each entity match criteria above, then proceed to line 14.

Name	Address				Principal Place of Business
	Street City	State/Province	Zip Code	Country	
_____	_____	_____	_____	_____	City _____ State _____ Country _____
_____	_____	_____	_____	_____	City _____ State _____ Country _____
_____	_____	_____	_____	_____	City _____ State _____ Country _____
_____	_____	_____	_____	_____	City _____ State _____ Country _____

FOREIGN ENTITIES

14. Is there any foreign entity

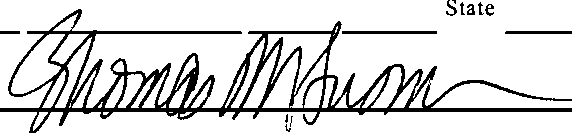
- a) holds at least 20% equitable ownership in the client or any organization identified on line 13; or
- b) directly or indirectly, in whole or in major part, plans, supervises, controls, directs, finances or subsidizes a the client or any organization identified on line 13; or
- c) is an affiliate of the client or any organization identified on line 13 and has a direct interest in the outcome lobbying activity?

No --> Sign and date the registration.

Yes --> Complete the rest of this section for each entity match the criteria above, then sign the registration.

Name	Address			Principal place of business (city and state or country)	Amount of contribution for lobbying activities
	Street City	State/Province	Country		
_____	_____	_____	_____	_____	City _____ State _____ Country _____
_____	_____	_____	_____	_____	City _____ State _____ Country _____
_____	_____	_____	_____	_____	City _____ State _____ Country _____

Signature _____



Date 12/1

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